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BEFORE THE ARIZONA CORPORATION COMMISSION

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**COMMISSIONERS**

**Marc Spitzer, Chairman**

**William A. Mundell**

**Jeff Hatch-Miller**

**Mike Gleason**

**Kristin K. Mayes**

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AZ CORP COMMISSION  
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IN THE MATTER OF THE APPLICATION OF  
PALO VERDE UTILITIES COMPANY FOR AN  
EXTENSION OF ITS EXISTING CERTIFICATE  
OF CONVENIENCE AND NECESSITY.

Docket No. SW-03575A-03-0586

IN THE MATTER OF THE APPLICATION OF  
SANTA CRUZ WATER COMPANY FOR AN  
EXTENSION OF ITS EXISTING CERTIFICATE  
OF CONVENIENCE AND NECESSITY.

Docket No. W-03576A-03-0586

**NOTICE OF FILING IN COMPLIANCE WITH  
DECISION NO. 67240  
(Acquisition Schedule)**

Global Water Resources, LLC, in compliance with Decision No. 67240 in the above-captioned dockets, submits the attached Acquisition Schedule. The attached schedule is the initial Acquisition Schedule filed and is intended to describe each acquisition that Global Water Resources, LLC has made in a utility since Decision No. 67240. Global Water Resources, LLC will update this schedule as required by Decision No. 67240.

RESPECTFULLY submitted this 15<sup>th</sup> day of October 2004.

ROSHKA HEYMAN & DEWULF, PLC

Arizona Corporation Commission

**DOCKETED**

OCT 15 2004

DOCKETED BY

By

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Michael W. Patten  
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- 2 Original + 15 copies of the foregoing
- 3 filed this 15 day of October 2004, with:
- 4 Docket Control
- 5 ARIZONA CORPORATION COMMISSION
- 6 1200 West Washington
- 7 Phoenix, Arizona 85007
- 8
- 9 Copies of the foregoing hand-delivered/mailed
- 10 this 15 day of October 2004, to:
- 11
- 12 Chairman Marc Spitzer
- 13 Arizona Corporation Commission
- 14 1200 West Washington
- 15 Phoenix, Arizona 85007
- 16
- 17 Commissioner William A. Mundell
- 18 Arizona Corporation Commission
- 19 1200 West Washington
- 20 Phoenix, Arizona 85007
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- 22 Commissioner Jeff Hatch-Miller
- 23 Arizona Corporation Commission
- 24 1200 West Washington
- 25 Phoenix, Arizona 85007
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- 27 Commissioner Mike Gleason
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- 30 Phoenix, Arizona 85007
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- 32 Commissioner Kristin K. Mayes
- 33 Arizona Corporation Commission
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- 37 Dwight D. Nodes, Esq.
- 38 Administrative Law Judge
- 39 Hearing Division
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14  
15 By Mary Ippolito  
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## Attachment B

### Acquisition Schedule

This Acquisition Schedule shall be prepared pursuant to the Settlement Conditions contained in Arizona Corporation Commission Dockets No. SW-03575A-03-0568 and No. W-03576A-03-0568.

#### PART 1

Describe below each investment in, or acquisition of, any utility made by Global Water Resources, LLC during the six month period ending on the date this document is executed.

NONE

#### PART 2

As of this date, the capital structures of Palo Verde Utilities Company, LLC (PVUC) and Santa Cruz Water Company (SCWC) and any other GWR acquired utility are as follows:

	PVUC		SCWC	
	Amount	%	Amount	%
Long-Term Debt*	\$0	0%	\$0	0%
Equity**	\$11,859,651	100%	\$4,903,356	100%
	<b>\$11,859,651</b>	<b>100%</b>	<b>\$4,903,356</b>	<b>100%</b>


	Acquired Company Here	
	Amount	%
Long-Term Debt*	NONE	
Equity**	NONE	

\*Include current portion of Long-term Debt.

\*\*Includes Common Stock, Paid In Capital and Returned Earnings (Deficit).

The undersigned also confirm that at no time during the last six months did the equity ratios (as calculated above) of PVUC and SCWC fall below 40%.

**WE THE UNDERSIGNED TREVOR HILL AND LEO COMMANDEUR, DO SAY THAT THE ABOVE INFORMATION HAS BEEN PREPARED UNDER OUR DIRECTION AND WE HAVE CAREFULLY EXAMINED THE SAME, AND DECLARE THE SAME TO BE A COMPLETE AND CORRECT STATEMENT OF BUSINESS AND AFFAIRS OF SAID COMPANIES FOR THE PERIOD COVERED BY THIS REPORT IN RESPECT TO EACH & EVERY MATTER AND THING SET FORTH, TO THE BEST OF OUR KNOWLEDGE, INFORMATION AND BELIEF.**

X  13 1/014  
Signature of owner or official/date

X  13, 10, 04  
Signature of owner or official/date